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**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

UNITED STATES OF AMERICA,

Plaintiff,

v.

BAZAARVOICE, INC.

Defendant.

Case No. 13-cv-00133 EMC

**STIPULATION AND ~~[PROPOSED]~~
ORDER REGARDING
ASSET PRESERVATION**

Judge: Edward M. Chen
Complaint Filed: January 10, 2013
Trial Date: None Set

In order to ensure that the United States will be able to obtain adequate relief should it prevail in this action and that Bazaarvoice, Inc. ("Bazaarvoice") will retain the ability to dispose of certain assets, the parties stipulate to, and respectfully request that the Court enter, the following Order:

1. While this litigation is pending, Bazaarvoice shall provide ten (10) business days written notice (the "Notice Period") to counsel for the United States before consummating any Material Transaction involving assets acquired from PowerReviews, Inc. ("PowerReviews"). For purposes of this Order, the term "Material Transaction" shall include any sale, transfer, lease, assignment, pledge, or other disposal to a third party of (1) any PowerReviews assets with a fair market value greater than \$5,000; (2) PowerReviews' technology, including, but not limited to,

1 the company's software; (3) PowerReviews' intellectual property rights, including, but not
2 limited to, patents, copyrights, and trademarks; or (4) any PowerReviews customer contracts.

3 2. If the United States believes in good faith that a proposed disposition is not in the
4 public interest, it shall object in writing to counsel for Bazaarvoice within the Notice Period.
5 Should the United States object to a proposed disposition, Bazaarvoice may not make the
6 disposition absent Court approval. If the United States does not object to the disposition within
7 the Notice Period, Bazaarvoice is free to make the disposition without Court approval.

8 3. Within ten days of the entry of this Order, Bazaarvoice shall identify all Material
9 Transactions that were consummated prior to the date that the Order is entered.

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11
12 SO STIPULATED.

1 By signing this stipulation, counsel for each party listed below concurs in its filing. This
2 stipulation is being filed through the Electronic Case Filing (ECF) system by attorney Michael
3 Bonanno of the United States Department of Justice, Antitrust Division. By his signature, he
4 attests that the United States has obtained concurrence in the filing of this document from
5 counsel for Defendant Bazaarvoice, Inc., pursuant to Civil L.R. 5-1(i)(3).

6
7 Dated: January 29, 2013

By: /s/ Michael D. Bonanno

8 Michael D. Bonanno
9 United States Department of Justice
10 Antitrust Division
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16 Attorneys for Plaintiff
17 United States of America

18 Dated: January 29, 2013

By: /s/ Dominique-Chantale Alepin

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26 Attorneys for Defendant
27 Bazaarvoice, Inc.

28 **[PROPOSED] ORDER**

PURSUANT TO STIPULATION, IT IS SO ORDERED.

1/31/13
Dated: _____

The Honorable
United States

